



Jacqueline R. Java
Counsel

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About Jackie

As antitrust counsel, Jackie Java represents companies in all antitrust aspects of mergers and acquisitions, from initial antitrust analyses and the preparation of Hart-Scott-Rodino filings, through government investigations and Second Requests. She frequently counsels clients on the competitive implications of proposed transactions and strategies for obtaining regulatory clearance. Jackie has counseled many clients on the antitrust pitfalls associated with due diligence and integration planning in connection with mergers, particularly where the parties operate in highly concentrated industries. She has also assisted with filings required by foreign antitrust authorities. Jackie was part of the Bracewell antitrust team recognized by Legalease's *The Legal 500 United States* in Antitrust-Merger Control (2017-2018).

Jackie also advises clients involved in transactions and day-to-day operations that raise antitrust issues regarding interactions among competitors, the formation of joint ventures, distribution and pricing policies and programs, information exchanges, and allegations of price fixing, market allocation, and other anticompetitive practices. Jackie is particularly experienced in managing complex relationships in industries where companies simultaneously act as competitors, customers and collaborators. Jackie is also experienced in developing and implementing industry-specific antitrust training and compliance programs. In addition, she serves as antitrust counsel to trade associations, informal groups seeking to establish trade associations and clients seeking to participate in information exchanges or third-party industry studies.

As antitrust counsel, Jackie represents clients in many industries. She has particular experience with energy-related businesses, including power generation, pipeline transportation and storage, natural gas and power trading, oil and gas field services and bulk liquids storage.

Recent Notable Matters

TC Energy Corporation — \$1.14 billion divestiture of Portland Natural Gas Transmission System to funds managed by BlackRock and Morgan Stanley Infrastructure Partners

Competitive Power Ventures — acquisition of the Canton Mountain, Saddleback Ridge, Spruce Mountain and Beaver Ridge wind projects in Maine from Patriot Renewables

Drilling Tools International — business combination with ROC Energy Acquisition Corp., a special purpose acquisition company, that resulted in DTI becoming a US publicly listed company

Phillips 66 — realignment of its economic and governance interests in DCP Midstream, LP and Gray Oak Pipeline, LLC through the merger of existing joint ventures owned by Phillips 66 and Enbridge Inc.

TC Energy Corporation — approximately \$1.275 billion sale of US midstream assets held by its subsidiary, Columbia Midstream Group, to a subsidiary of UGI Corporation

Halcón Resources Corporation — \$325 million divestiture of water infrastructure assets across the Delaware Basin to a subsidiary of WaterBridge Resources LLC

East Texas Medical Center Healthcare System — sale of substantially all assets to Ardent Health Services, including a network of 9 hospitals, 39 clinics, 2 inpatient facilities, 13 regional rehabilitation facilities, physician clinics, 2 emergency centers, regional home health services covering 41 counties, a comprehensive seven-trauma center care network, and an EMS fleet of more than 45 ambulances and 4 helicopters. In connection with the acquisition, Ardent and The UT Health Science Center formed a partnership and will invest more than \$125 million in the new UT Health East Texas health system to support operations and fund improvements.

Holly Energy Partners, L.P. — \$250 million acquisition from Plains All American Pipeline, L.P. of the 50 percent and 75 percent interest in Frontier Aspen LLC and SLC Pipeline LLC, respectively, that Holly Energy Partners does not already own

Great Plains Energy Incorporated — stock-for-stock merger of equals transaction with Westar Energy, Inc., creating a company with a combined equity value of approximately \$14 billion, and with nearly 13,000 MW of generation capacity and more than 51,000 miles of distribution lines

Chevron Corporation — sale to ONEOK Partners, LP of the Mesquite Pipeline and its 80% interest in the West Texas LPG Pipeline Limited Partnership for approximately \$800 million

Southern Waste Systems/Sun Recycling — sale of residential, commercial, and industrial solid waste collection, processing/recycling and transfer operations and assets to Waste Management Inc. of Florida

Alinda Capital Partners and GE Energy Financial Services — sale of SourceGas Holdings LLC to Black Hills Corp. for \$1.89 billion

American electric power holding company — \$2.8 billion sale of its Midwest merchant generation business to a subsidiary of Dynegy Inc., which includes ownership interests in 11 power plants with a total capacity of approximately 6,100 MW, as well as Duke's competitive retail electric and gas business; Platts Global

Energy Awards, 2015 Strategic Deal of the Year

Rockland Capital, LLC and its affiliate, Wolverine Power Holdings, LLC — sale of 100 percent of the equity interests in Michigan Power Limited Partnership to Osaka Gas Michigan Power, LLC, a subsidiary of Osaka Gas USA Corporation

The Sterling Group — sale of Universal Fiber Systems, a manufacturer of high-performance, specialty synthetic fibers, to funds managed by HIG

Phillips 66 — exchange of Phillips Specialty Products Inc. to Berkshire Hathaway Inc. for shares of Phillips 66 stock held by Berkshire Hathaway affiliates, valued at approximately \$1.4 billion

Old World Industries, LLC and Old World Management, Inc. — sale of its chemicals business to Indorama Ventures PCL for \$795 million

Apache Corporation — \$3.75 billion sale of its Gulf of Mexico Shelf operations and assets to Fieldwood Energy LLC, an affiliate of Riverstone Holdings

FTS International, Inc. — sale of substantially all of the assets of its proppant mining and processing business and related logistics assets to Fairmount Minerals

Kinder Morgan, Inc. — sale of certain bulk terminals operations to Watco Companies, LLC

Rockland Capital, LLC — acquisition of a portfolio of six generating plants with a combined generation capacity of 972.5 MW from AES Ohio Generation, LLC

Talen Energy Corporation — \$189 million sale of 100 percent equity interest in Interstate Energy Company LLC, Talen's pipeline subsidiary, to Adelphia Gateway, LLC

Arroyo Energy Investment Partners LLC — acquisition of the Broad River Energy Center, an 847 MW natural gas-fueled electric generation plant located in Gaffney, South Carolina from affiliates of Energy Capital Partners

W-H Energy Services, Inc. — \$3.2 billion merger with Smith International, Inc.

The Sterling Group — sale of B&G Crane Service to NCSG Crane & Heavy Haul Corporation

One of the largest energy companies in North America — sale of interests in two natural gas pipeline systems for over \$6 billion

Howard Midstream Energy Partners, LLC — purchase of northeast Pennsylvania gathering assets from Southwestern Energy Company for \$500 million

Apache Corporation — \$7 billion acquisition of BP's oil and gas operations, acreage and infrastructure in the Permian Basin of West Texas and New Mexico and in Egypt's Western Desert, as well as BP's upstream natural gas business in western Alberta and British Columbia

Publications and Speeches

"Criminal Prosecutions over No-Poaching Arrangements Are Coming," *Society for Human Resource Management*, April 5, 2018.

"Beating the Competition: Antitrust Issues in Mergers & Acquisitions," *Recycling Today*, May 2016.

ABA Premerger Notification Practice Manual, Fifth Edition, February 2015.

"FTC Broadens Notification Requirements for Transfers of Pharmaceutical Patent Rights," *IP Today*, January 2014.

"Deal Makers Beware: Recent Trends in U.S. Merger Enforcement," *CPI Antitrust Chronicle*, October 2012.

"Agencies Approach Merger Enforcement More Aggressively," *New York Law Journal*, August 2012.

"Implications of Recent Antitrust Developments and Trends for M&A," *The Antitrust Counselor*, July 2012.

Education

The George Washington University Law School, J.D.
2000

The Pennsylvania State University, B.S.
1997

Noteworthy

The Legal 500 United States, Antitrust - Merger Control, 2017 - 2018

Affiliations

American Bar Association, Antitrust Law Section, Member

Women's Energy Network, D.C. Chapter, Member

Bar Admissions

District of Columbia
Virginia